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Monica R. Borne
EllenAnn G. Sands

RECEIVED

JUL 31 2000

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

May 4, 2000

BY AIRBORNE EXPRESS

Acting Secretary
Federal Communications Commission
445 12th Street, SW
Washington, D.C. 20554

RE: International Exchange Communications, Inc.

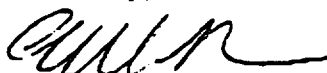
Dear Sir/Madam:

Our client, International Exchange Communications, Inc. has entered into an agreement to purchase the customer base of True America Communications, Inc. To that end, I am enclosing herewith the original and three (3) copies of a Petition for Waiver of Commission Rules by International Exchange Communications, Inc.

In order to acknowledge receipt, please date stamp and return the additional copy of this letter in the envelope provided.

Should you have any questions or require additional information, please contact me.

Sincerely,



EllenAnn G. Sands

Enclosures

cc: Katherine Schroeder
Accounting Policy Division

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Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of

International Exchange Communications, Inc.'s
Acquisition of Customer Base
of True America Communications, Inc.

94-129
98-170

PETITION FOR WAIVER OF COMMISSION RULES

1. International Exchange Communications, Inc. ("IEComm") a wholly owned subsidiary of Pacific Gateway Exchange, Inc., requests that the Federal Communications Commission (the "Commission") grant a waiver of its rules and orders governing the authorization and verification necessary to change a consumer's preferred carrier. As demonstrated herein, good cause exists for the granting of the waiver requested: the purposes for the general rule for which the waiver is being sought will be fulfilled by the measures proposed by IEComm, and the granting of the waiver requested will be in the public interest in general, and specifically in the interest of the customers whose accounts are affected by the change in carrier. See *Northeaster Cellular Telephone Company v. F.C.C.*, 897 F.2d 1164 (D.C. 1990); and *WAIT Radio v. F.C.C.*, 418 F.2d 1153 (D.C. 1969).
2. Within the next several days, IEComm intends to purchase certain assets for True America Communications, Inc. ("True America"), pursuant to a written Asset Purchase Agreement dated January 1, 2000, and attached hereto as Exhibit "A".

The assets purchased by IEComm include, but are not limited to: True America's customer accounts; True America's accounts receivables; agreements, contracts, letters of agency (LOAs), or other authorizations of True America's customers; deposits of True

America's customers; and certain other non-customer assets of True America. IECComm is in good standing in each jurisdiction required to provide interexchange services to the former True America customers. The special circumstances warranting a deviation or waiver from the Commission's rules and orders include the need to provide seamless transitions of long distance service for the affected True America customers.

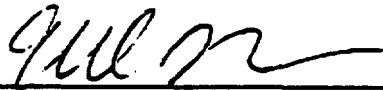
3. IECComm is in the process of sending notice letters to all True America customers, notifying them of the proposed assumption of the customers' service by IECComm, assuring the customers that they will either receive the same or better rates and services than those which they were receiving from True America, and advising the customers that they can choose a different preferred carrier should they desire. Once the proposed sale has been consummated, IECComm will notify the customers of that event and reiterate the foregoing information, assurances and advice. Further, IECComm will amend its domestic tariff to include any True America tariffed rates for any customers for which IECComm will provide service. Additionally, IECComm will take responsibility to investigate, respond, and attempt to cure any complaints of former True America customers after the sale.

4. The Commission is charged with administration in the "public interest." IECComm submits that allowing it to continue service to the former True America customers would be a seamless transition, in that there would be no P.I.C. charges incurred by any of the former True America customers and no interruption of service. Thus, the granting of the requested waiver by the commission will be in the public interest in general, and specifically in the interest of the True America customers whose accounts are affected by the proposed and pending sale.

WHEREFORE, for each of the above reasons and subject to the foregoing conditions, IECComm requests that, effective immediately, the Commission grant a waiver of its rules and orders to allow IECComm to be designated the preferred long distance carrier for current customers of True America without obtaining the customers' authorization and verification.

This 4th day of May, 2000.

Respectfully submitted,



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Attorneys for International Exchange
Communications, Inc. and True America
Communications, Inc.

(Form Letter)

True America Communications, Inc.

International Exchange Communications, Inc.

(Customer Name)

(Address)

Dear Customer:

On, [] International Exchange Communications, Inc. ("IECOM") and True America Communications, Inc. ("True America") entered into an agreement whereby, subject to the regulatory approval, the telecommunications assets of True America will be acquired by IECOM, and IECOM will become your telecommunication service provider.

This change in ownership will not affect or in any way disrupt your current service. No charges or fees will be imposed and no rate increase will occur as a result of this transaction. The toll free Customer Service number will remain the same and if you have any questions, please call one of our Customer Service Representatives at [].

You have a choice of carriers. If you do not wish to remain a customer, you may change carriers and such change will be at the present carrier's expense.

We at International Exchange Communications are pleased to welcome you to our team and would like to express our appreciation for allowing us the opportunity of being your telecommunication service provider. We are confident that you will be pleased with the high quality of our service.